

Exhibit L

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

ELMO SHROPSHIRE, INDIVIDUALLY AND AS A
MEMBER OF "ELMO & PATSY"; ON BEHALF OF
HIMSELF AND ALL OTHERS SIMILARLY
SITUATED,

Plaintiff,

-against-

SONY MUSIC ENTERTAINMENT, A Delaware
General Partnership,

Defendant

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: 06 Civ. 3252 (GBD) (KNF)
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: **ECF CASE**
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DECLARATION OF ELMO SHROPSHIRE

I, ELMO SHROPSHIRE, declare as follows:

1. I am the plaintiff in the above-captioned class action. I submit this declaration for payment for my services as representative plaintiff for the class. I have personal knowledge of the matters set forth in this declaration, and, if called upon to do so, I could and would competently so testify.

2. I have been involved with this action since its inception over six years ago. I have spent considerable time monitoring this action and keeping myself informed, and have been in constant contact with my attorney, Gerald Weiner, regarding the action.

3. The time I have spent on this action includes reviewing pleadings and briefs prior to their submission to the Court, and reviewing the Court's decisions.

4. My assistant, Nancy Clary, and I spent considerable time reviewing my own records and producing documents for discovery. Many of the documents that were produced were from the 1980's and were not readily available without diligent effort to locate them. My assistant and I were both deposed in this action. In addition to the actual time spent testifying, both of us spent time preparing for the deposition and traveling to the deposition. My deposition produced a transcript of 173 pages.

5. Additionally, I conferred about settlement terms with regard to the final settlement and disposition of the case.

6. I spent at least 220 hours in performing these duties.

7. In connection with this case, I incurred minor out of pocket expenditures, such as postage costs, telephone charges. I have not been reimbursed for any of these expenses.

8. I felt strongly about this case, and had it not settled, I was prepared to and would have testified at trial.

9. I hoped that the class action would have resulted in a better resolution and wished that SONY would have eliminated its packaging deduction with respect to digital downloads, which I find to be offensive and uncalled for. However, under the totality of the circumstances I believe the settlement to be fair, reasonable, and adequate. I was involved throughout the litigation and was kept abreast of all material discussions which led to the proposed settlement. On the basis of the efforts of counsel and the results achieved, I support the motion for final approval of the settlement and the proposed plan of allocation as well as class counsel's application for an award of attorneys' fees and expenses.

10. In light of my efforts on behalf of the class, and the success of the action in obtaining a substantial recovery for the class, I respectfully request that the Court approve the proposed settlement and award me \$15,000 for my services as a class representative.

The above is true to my personal knowledge and if called to do so I could and would testify competently thereto. I declare under penalty of perjury under the laws of the United States that the above is true and correct. Executed this 7th day of June 2012, in San Francisco, California.



ELMO SHROPSHIRE